



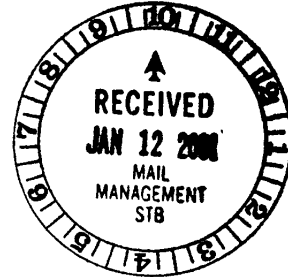
LEXIS Document Services

A member of the Reed Elsevier plc group

January 11, 2001

Taledia Stokes
Surface Transportation Board
Recordation Office
1925 K Street, N.W., Suite 700
Washington D.C. 20423

RECORDATION NO. 20972-Q FILED
JAN 30 '01 11-04 AM
TS
SURFACE TRANSPORTATION BOARD



Dear Taledia,

Enclosed are two (2) originals of the **Memorandum of Railcar Lease** dated as of October 19, 2000 between the following parties:

Lessor: THE CIT GROUP/EQUIPMENT FINANCING INC
1211 Avenue of the Americas, New York, NY 10036

Lessee: ARCHER DANIELS MIDLAND COMPANY
4666 Faries Parkway
Decatur, IL 62525

A short summary of the document to appear in the index follows:

Memorandum of Railcar Lease between Lessor: THE CIT GROUP/EQUIPMENT FINANCING INC and Lessee: ARCHER DANIELS MIDLAND COMPANY covering 57 covered hopper railcars with reporting marks and numbers - CEFX 17217-17759, NOT INCLUSIVE

Please file this memorandum as a Secondary document to Recordation #20972 and return one (1) stamped original to my attention. A check covering the filing fee of twenty-six dollars (\$26.00) is enclosed.

If you have any questions regarding the filing, please feel free to call me at 800-634-9738 ext. 20254.

Thank you for your prompt assistance.

Sincerely,

Rebecca Heisler
Administrator

enclosure

MEMORANDUM OF RAILCAR LEASE

THIS MEMORANDUM OF RAILCAR LEASE dated as of this 19th day of October, 2000, is made by THE CIT GROUP/EQUIPMENT FINANCING, INC., a New York corporation, with an address at 1211 Avenue of the Americas, New York, New York 10036 (the "Lessor"), and ARCHER DANIELS MIDLAND COMPANY, a Delaware corporation, with an address at 4666 Faries Parkway, Decatur, IL 62525 (the "Lessee" and, together with the Lessor, the "Parties").

KNOW ALL PERSONS BY THESE PRESENTS THAT:

WHEREAS, the Lessor and the Lessee entered into that certain Master Railcar Lease (the "Lease") dated as of August 29, 1997 covering the equipment listed on Schedule A hereto (the "Equipment") pursuant to a Memorandum of Railcar Lease filed with the Surface Transportation Board on October 28, 1997 as recordation number 20972.

WHEREAS, the Parties wish to show for the public record the existence of the aforesaid Lease, and the respective interests therein of the parties and accordingly the Parties have caused this memorandum to be executed by their respective duly authorized officers, as of the date first above written.

NOW, THEREFORE, for valuable consideration, the receipt and sufficiency of which are hereby acknowledged by each of the Parties hereto, by this instrument the Lessor hereby leases and confirms the lease of the Equipment to the Lessee in accordance with the terms and conditions of the Lease, and the Lessee confirms and accepts such terms and conditions, which are incorporated by reference as if fully set forth herein.

I certify that I hold the title set forth below, that this instrument was signed on behalf of the Lessor by authority of its Board of Directors and that I acknowledge that the execution of the foregoing instrument was the free act and deed of the Lessor. I further declare under penalty of perjury that the foregoing is true and correct.

THE CIT GROUP/EQUIPMENT FINANCING, INC.,

By: Richard M. Latini
Name: RICHARD M. LATINI
Title: V.P. - SALES

RECORDATION NO. 20972-0 FILED

JAN 30 '01 11-04 AM

SURFACE TRANSPORTATION BOARD

I certify that I hold the title set forth below, that this instrument was signed on behalf of the Lessee by authority of its Board of Directors and that I acknowledge that the execution of the foregoing instrument was the free act and deed of the Lessee. I further declare under penalty of perjury that the foregoing is true and correct.

ARCHER DANIELS MIDLAND COMPANY

By: Craig Huss
Name: CRAIG HUSS
Title: President
ADM Transportation Division



Schedule A

Quantity
57

Equipment Description
4750 c.f covered hopper cars
with gravity gates and round
hatches

Car Marks & Numbers
Listed below

	Mark	Number		Mark	Number
1	CEFX	17217	30	CEFX	17710
2	CEFX	17218	31	CEFX	17711
3	CEFX	17219	32	CEFX	17716
4	CEFX	17221	33	CEFX	17717
5	CEFX	17722	34	CEFX	17720
6	CEFX	17224	35	CEFX	17724
7	CEFX	17233	36	CEFX	17726
8	CEFX	17234	37	CEFX	17727
9	CEFX	17235	38	CEFX	17728
10	CEFX	17532	39	CEFX	17729
11	CEFX	17675	40	CEFX	17730
12	CEFX	17676	41	CEFX	17731
13	CEFX	17677	42	CEFX	17732
14	CEFX	17679	43	CEFX	17733
15	CEFX	17680	44	CEFX	17735
16	CEFX	17682	45	CEFX	17736
17	CEFX	17684	46	CEFX	17737
18	CEFX	17685	47	CEFX	17741
19	CEFX	17686	48	CEFX	17742
20	CEFX	17687	49	CEFX	17744
21	CEFX	17691	50	CEFX	17747
22	CEFX	17695	51	CEFX	17748
23	CEFX	17697	52	CEFX	17749
24	CEFX	17699	53	CEFX	17753
25	CEFX	17701	54	CEFX	17754
26	CEFX	17703	55	CEFX	17755
27	CEFX	17704	56	CEFX	17758
28	CEFX	17706	57	CEFX	17759
29	CEFX	17707			